

ANTI BRIBERY AND CORRUPTION POLICY (POLICY)
[SEKSYEN 17A, AKTA SURUHANJAYA PENCEGAHAN RASUAH MALAYSIA (SPRM)
2009 [PINDAAN 2018]]
[SECTION 17A, MALAYSIAN ANTI-CORRUPTION COMMISSION (MACC) ACT
2009[AMENDMENT 2018]]

1. INTRODUCTION

1.1. ProtectHealth is fully committed to making Integrity the cornerstone of its business operations. where the standards of ethical and business practice are in full compliance with Malaysian Law especially the Malaysia Anti-Corruption Commission (MACC) Act 2009 [Amendment 2018] and Companies Act 2016.

1.2. ProtectHealth apply an overall Zero Tolerance Policy approach to any act or activity that can be construed as Bribery and Corruption (as defined under Section 4).

1.3. Therefore, ProtectHealth shall endeavour to ensure its Associated Persons as defined under Section 17 A of the MACC which include its Board of Directors (“Directors”), senior management (“Management”), employees (“Employees”), vendors, partner clinics and labs from engaging in any form of unethical behaviour. Nor are they allowed to conduct themselves in a way that could give rise to the appearance or suspicion of misconduct.

2. ENFORCEMENT

2.1. This Policy will be enforced with immediate effect.

3. OBJECTIVES

3.1. The objectives of this Policy are as follows:-

- [a] Outline the responsibilities and obligations of every Associated Persons of ProtectHealth;
- [a] Ensure that ProtectHealth comply with the relevant laws in Malaysia in particular the Malaysian Anti-Corruption Commission (MACC) Act 2009 [Amendment 2018];
- [b] Ensure that Employees and Associated Persons comply with this Policy to prevent any incidents of Bribery and Corruption;
- [c] Provide a comprehensive process that will be used by ProtectHealth to ensure all Employees and Associated Persons are prevented from committing any act of Bribery and Corruption;
- [d] providing a safe channel for its Associated Persons and public to lodge any complaints on any acts of Bribery and Corruption;
- [h] Ensure that business conducted by ProtectHealth is free from any act of Bribery and Corruption;

4. DEFINITION

4.1. Corruption includes acts and actions as the following:-

- (a) Giving or Receiving;
- (b) Gifts or Reward;
- (c) In the Form of Cash or Kind;
- (d) For Performing a Task;
- (e) In relation to his or her job.

4.2. In addition, an act of Bribery/ Corruption is defined as:-

“CORRUPTION”

Direct or Indirect Offer of Gratification as an inducement for commercial benefit such as obtaining and retaining business or getting an unfair advantage.

“GRATIFICATION”

In line with Section 2 of Malaysia Anti-Corruption Commission Act 2009 [Amendment 2018], Gratification is defined as:-

[a] Money, donation, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;

[b] Any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;

[c] Any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;

[d] Any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;

[e] Any forbearance to demand any money or money's worth or valuable thing;

[f] Any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty; and

[g] Any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (a) to (f);

4.3. ProtectHealth is deemed to have committed an offence if an Associated Persons with the commercial organization corruptly gives or agrees to give or promises to give any person a gratification, only for the benefit of that person to gain an unfair advantage in business deals or to obtain business.

4.4. ProtectHealth and its Associated Persons are totally forbidden from engaging in any act of Bribery / Corruption. This includes giving or accepting any Gratification or from using a Third Party to act on their behalf.

4.5. Employees of ProtectHealth and Associated Persons shall evaluate every action taken in order to ensure that there is a valid basis for every decision, action and transaction conducted with no element of Bribery or Corruption involved.

5. PROTECTHEALTH & ITS RESPONSIBILITIES

5.1 The Directors, consistent with the rules and Regulations relating to Section 17A of MACC has agreed to appoint an Integrity and Governance Officer to specifically prevent any acts of bribery and corruption.

5.3 To achieve the objectives stated in the Policy, the Directors will continuously be committed in assessing and addressing all risks that may lead to Bribery and Corruption within ProtectHealth to ensure they remain free of bribery and corruption.

5.4. Ensure that every individual either directly or indirectly involved with ProtectHealth is sufficiently aware and have knowledge of this Policy, its content and implementation.

5.5. Appropriate action to be taken on every audit report, risk assessments and control measures will be strictly adhered to by ProtectHealth with the sole purpose of keeping ProtectHealth free from Bribery and Corruption.

5.6. All Employees and Associated Persons engaged by ProtectHealth will be subject to all operating procedures and no gift policy. declaration on compliance and conflict of interest declaration.

6. ADEQUATE PROCEDURES

In line with the requirement under MACC, ProtectHealth is committed to implement the adequate procedures required under T.R.U.S.T principles below.

First Principle: Top Level Commitment (T)

6.1. The Management of ProtectHealth is determined to practice a high level of integrity by managing it's corruption risk effectively. The approach calls for the Management to lead by example and practice the highest standards of integrity, and for such practice to flow downwards for each level of employment to adhere to the rules as set out ProtectHealth.

6.2 Employees of ProtectHealth and Associated Personss must report any action or activity relating to Bribery and Corruption involving any party that has an association or relationship with ProtectHealth in accordance with the current Whistleblowing Policy.

6.3 The Whistleblowing Policy is an assurance that an individual will not be victimised based on Whistleblowers Protection Act 2010 which guarantees all Employees immunity and protection from any punishment or adverse action for any information given, PROVIDED there is no ill will or malicious intent in giving that report or information.

6.4. All reports and information relating to act of Bribery/ Corruption must be referred to the Integrity and Governance Officer for review and evaluation. If the report / information seems a Prima Facie case, then further Investigation.

6.5 Failure to report an act of Bribery / Corruption contravenes the Malaysian Anti-Corruption Commission (MACC) Act 2009 [Amendment 2018].

Principle 2: Risk Assessment (R)

6.6. The Board and Management of ProtectHealth will put strict measures in place to counter risk factors that could lead to acts of Bribery and Corruption.

6.7 The Board and Management of ProtectHealth will conduct a Corruption Risk Assessment exercise and develop its Organization Anti-Corruption Plan.

6.8 All the risk assessments are based on the following:-

[a] Opportunities - Applicable to every purchase that opens up the risk of corruption and financial misdemeanor.

[b]Irregular transactions;

[c]Business activities in sectors that pose a higher corruption risk;

[d] Non-compliance from external parties that act on behalf of ProtectHealth;

[e]Third Parties within the supply chain who are likely to expose ProtectHealth to acts of Corruption and Bribery

6.9. Every Employee of ProtectHealth and Associated Persons must understand the Policy and their roles and responsibilities as follows:-

[a] Conduct Risk Assessments relating to any possible act of Bribery / Corruption that may occur in their department or in the course of their duties;

[b] Take relevant action to prevent or avoid any risk based on advice given advised by the Management ;

[c] Take preventive measures against Bribery / Corruption based on ways that are reasonable and ethical such as:-

- (i) Bribery/Corruption Risk Mitigation Plan;
- (ii) Bribery/Corruption Risk Report;
- (iii) Report any existing risk relating to Bribery / Corruption to the Integrity and Governance Officer based on the prescribed procedure;
- (iv) Implement a Bribery/Corruption Risk Monitoring Plan to prevent the possible risk of acts of Bribery/Corruption in any department, work place and in daily work conduct;

Principle 3: Undertake Control Measures (U)

6.10 The Board and Management of ProtectHealth will discuss in the Board Audit, Risk and Integrity Committee (“BARIC”) to implement risk control measures as follows:-

- (a) Due diligence and reporting channel
- (b) Whistleblowing General Anti Bribery and Corruption Policy;
- (c) Declaration of Conflict of interest;
- (d) Managing and improving any inadequacies arising;
- (e) Record Keeping;

6.11 For Associated Persons that enter into dealings with ProtectHealth, ProtectHealth will conduct due diligence including:-

- [a] Checking on the status of the Associated Persons with relevant authorities or agencies
- [b] Document verification
- [c] background checking (if necessary)

6.12. The Reporting/Whistleblowing channel must be:-

- [a] Accessible & confidential;
- [b] Assessable by Internal and External parties;
- [c] Allow whistleblowers to give information and report in good faith;
- [d] Ensure confidentiality of the content.

6.13. A due diligence will be conducted before ProtectHealth enter into any dealings or business with Associated Persons . This must cover the Associated Persons’s background and all documentation tendered must be legal. All Associated Persons must be conversant with this Policy.

6.14. All forms, documents, ,agreements, invoices, correspondence and all records relating to ProtectHealth (including its businesses) must be kept safely by all Associated Persons.

6.15 ProtectHealth may audit all forms, documents, ,agreements, invoices, correspondence and all records held by its Associates Person, as and when require.

Principle 4: Systematic Review, Monitoring and Enforcement (S)

6.16 ProtectHealth will conduct a Systematic Review, Monitoring and Enforcement that includes:-

- [a] Implementation of a Programme which covers the scope, frequency and methods of review;
- [b] Identification of competent and qualified persons for setting up of a Compliance Function to perform Internal Audit;
- [c] Performance Monitoring;
- [d] Disciplinary Action Proceedings for Non-Compliance.

Principle 5: Training and Communication (T)

6.17. Through continuous communication and training every Employee and Associated Persons would have a clear understanding of the risk and acts associated with Bribery and Corruption, and the Management's approach to dealing with it.

6.18. Section 17A, Malaysian Anti-Corruption Commission (MACC) Act 2009 [Amendment 2018] will be included in the Employee's Handbook and internal website of ProtectHealth. In addition, Employees and Associated Persons at all levels will be required to undergo training provided by ProtectHealth, either online or other suitable methods.

6.19 ProtectHealth will conduct the following programme and training sessions for Employees and Associated Persons on the Anti-Corruption approach and procedures.

6.20. All Employees of ProtectHealth and Associated Persons must understand and comply with the Policy and participate in any programmes and training provided by ProtectHealth.

6.21 Training & Programme maybe conducted from time to time to determine their efficacy in preventing Bribery and Corruption among Employees and Associated Persons of ProtectHealth.

7. GIVING & RECEIVING GIFTS

7.1 Giving or Accepting any kind of Gift that is related to official duty and can lead to the Abuse of Power is seen as an act of Bribery / Corruption.

7.2. Gift or Reward includes:-

- [a] Cash;
- [b] Gifts in Kind;
- [c] Shares;
- [d] Discount offers;

- [e] Travelling Facilities;
- [f] Entertainment Expenses;
- [g] Club Membership;
- [h] Any form of Commission and Hampers;
- [i] Jewellery;
- [j] Decorative Items.

7.3. In order to maintain the integrity and reputation of ProtectHealth, Employees are **STRICTLY PROHIBITED** from giving or accepting any Gift in relation to their official job description. However, only under Exceptional Circumstances, are Employees of ProtectHealth are allowed to accept a Gift subject to Approval by the CEO, Management or Directors.

7.4 Guidelines for gifts in cash and kind for Employees are indicated in the guidelines issued by ProtectHealth

7.5. Employees of ProtectHealth and Associated Persons are responsible for explaining the company's policy and approach on Gifts to any party dealing with ProtectHealth.

7.6 Employees of ProtectHealth or Associated Persons who are offered a Gift must immediately submit a written report to the Integrity and Governance Officer or any party appointed to deal with the matter.

8. DISCLOSURE OF INFORMATION & REPORT

8.1 All Employees of ProtectHealth are encouraged to report any Bribery and Corruption offences committed by Directors, Employees, Management, or any Associated Persons of ProtectHealth regardless of position, so that damage control or remedial action can be taken promptly.

8.2. Any Director, Employee or Associated Persons of ProtectHealth may make a disclosure on the Bribery and Corruption via the channel provided on the website.

8.3. The Whistleblowers Policy will be published in the website shall function to enable any individual to raise their concerns in good faith and reasonable belief that the information and allegations are genuine and not made with malicious intent or for personal gain.

8.4. Any Whistleblower and disclosure of information will be treated with the highest confidentiality by all persons involved, and reports may be kept anonymous if requested.

8.5. ProtectHealth prohibit discrimination, retaliation or harassment of any kind against a whistleblower who submits a complaint or report in good faith.

8.6. If a Whistleblower believes that he or she is being subjected to discrimination, retaliation or harassment for having made a report under this Policy, he or she should immediately report the matter to the Integrity and Governance Officer or any appointed Officer. Reporting should be done promptly to facilitate investigation and appropriate action.

8.7. Any Employee or Associated Persons can make a disclosure or report through the channels in the strictest confidence:-

(a) Information and Report relating to any act of Bribery and Corruption by an Employee of Company;

(b) Information and Report relating to any act of Bribery and Corruption by an Associated Persons

Reporting Channel

Via Email

intergrity@protecthealth.com.my

Via Correspondence

[Integrity and Governance Officer](#)

9. GOVERNING LAW

9.1. Under Section 17A (2) of Malaysian Anti-Corruption Commission (MACC) Act 2009 [Amendment 2018], the Punishment for Conviction is as follows:-

(2) Any Commercial Organization that commits an offence under this section shall on conviction be liable to a fine of not less than Ten Times the sum or value of the bribe involved, where such gratification is capable of being valued or is pecuniary in nature or One Million Ringgit, whichever is the higher or to imprisonment for a term not exceeding Twenty Years or both..."

9.2. This Policy is deemed as defence evidence. ProtectHealth as Commercial Organizations have implemented Adequate Procedures to prevent Employees and Associated Persons from being involved in any act of Bribery / Corruption.

9.3. If an Associated Persons as prescribed under Section 17A (3) (a) or (b) of Malaysian Anti-Corruption Commission (MACC) Act 2009 [Amendment 2018] is charged, that Associated Persons must produce a defense and prove:-

[a] The offence was committed without his consent;

[b] He/She had exercised adequate Due Diligence to prevent the commission of the offence in accordance with his position and circumstances.

10. APPLICABILITY

10.1. This Policy [which includes Anti-Corruption and Anti-Bribery] are applicable to all Employees of the Company and Associated Persons.

10.2. Employees and Associated Persons shall comply with the Policy including any changes or amendments made thereof.

10.4. ProtectHealth will conduct due diligence on any Individual / company/s when selecting Associated Persons in order to verify their credibility and expertise.

10.5. Associated Persons acting on behalf of ProtectHealth are prohibited from committing any act of Bribery and Corruption in any commercial dealing when representing ProtectHealth,

and they are further prohibited from bribing an Employee of ProtectHealth in order to obtain business.

11. NOTIFICATION

The Policy is Private / Confidential and can only be used by ProtectHealth. No party is allowed to distribute, copy or reprint this Policy without written Approval from ProtectHealth.